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Garrett A. Fail

Attorneys for Lehman Brothers Holdings Inc.
and Certain of Its Affiliates

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X		
	:	
In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	08-13555 (SCC)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**CERTIFICATE OF NO OBJECTION UNDER
28 U.S.C. § 1746 REGARDING OMNIBUS CLAIMS
OBJECTIONS SCHEDULED FOR HEARING ON SEPTEMBER 9, 2014**

TO THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE:

Pursuant to 28 U.S.C. § 1746, and in accordance with this Court's case management procedures set forth in the Second Amended Order Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rules 1015(c) and 9007 Implementing Certain Notice and Case Management Procedures [ECF No. 9635] (the "Second Amended Case Management Order"), the undersigned hereby certifies as follows:

1. Lehman Brothers Holdings Inc. (the "Plan Administrator"), as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors, filed the following omnibus claims objections (together, the "Claims Objections") with the Court for hearing on September 9, 2014:

- (a) The Plan Administrator's Four Hundred Sixty-Ninth Omnibus Objection to Claims (No Liability Claims) [ECF No. **44490**]
- (b) Plan Administrator's Four Hundred Seventy-Seventh Omnibus Objection to Claims (No Liability Claims) [ECF No. **45446**]
- (c) The Plan Administrator's Four Hundred Seventy-Eighth Omnibus Objection to Claims (No Liability Claims) [ECF No. **45447**]
- (d) The Plan Administrator's Four Hundred Eightieth Omnibus Objection to Claims (No Liability Claims) [ECF No. **45481**]

2. In accordance with the Second Amended Case Management Order, the Plan Administrator established deadlines (the "Response Deadlines") for parties to object or file responses to the Claims Objections. The Second Amended Case Management Order provides that pleadings may be granted without a hearing, provided that no objections or other responsive pleadings have been filed on or prior to the relevant response deadline and the attorney for the entity who filed the pleading complies with the relevant procedural and notice requirements.

3. The Response Deadlines have now passed and, to the best of my knowledge, no responsive pleadings to the Claims Objections have been (a) filed with the Court on the docket of the above-referenced cases in accordance with the procedures set forth in the Second Amended Case Management Order, or (b) served on counsel to the Plan Administrator, with respect to the claims that are identified on the exhibits to the proposed orders attached hereto. Accordingly, the Plan Administrator respectfully requests that the proposed orders granting the Claims Objections annexed hereto as Exhibits A through D, be entered in accordance with the procedures described in the Second Amended Case Management Order.

I declare that the foregoing is true and correct.

Dated: September 8, 2014
New York, New York

/s/ Garrett A. Fail
Garrett A. Fail

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Attorneys for Lehman Brothers Holdings Inc.
and Certain of Its Affiliates

EXHIBIT A

(Proposed Order – ECF No. 44490)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11 Case No.**
 :
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (SCC)**
 :
Debtors. : **(Jointly Administered)**
-----X

**ORDER GRANTING FOUR HUNDRED SIXTY-NINTH
OMNIBUS OBJECTION TO CLAIMS (NO LIABILITY CLAIMS)**

Upon the four hundred sixty-ninth omnibus objection to claims, dated June 2, 2014 (the “Four Hundred Sixty-Ninth Omnibus Objection to Claims”),¹ of Lehman Brothers Holdings Inc., as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors, seeking to disallow and expunge the No Liability Claims pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [ECF No. 6664], all as more fully described in the Four Hundred Sixty-Ninth Omnibus Objection to Claims; and due and proper notice of the Four Hundred Sixty-Ninth Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Four Hundred Sixty-Ninth Omnibus Objection to Claims is in the best interests of the Chapter 11 Estates, their creditors, and all parties in interest, and that the legal and factual bases set forth in the Four Hundred Sixty-Ninth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Four Hundred Sixty-Ninth Omnibus Objection to Claims.

ORDERED that the relief requested in the Four Hundred Sixty-Ninth Omnibus
Objection to Claims is granted; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the No
Liability Claims listed on Exhibit 1 annexed hereto are disallowed and expunged in their entirety
with prejudice; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all
matters arising from or related to this Order.

Dated: _____, 2014
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

OMNIBUS OBJECTION 469: EXHIBIT 1 - NO LIABILITY

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	AMOUNTS NOT SUBJECT TO THIS OBJECTION
1 CAISSE DE DEPOT ET PLACEMENT DU QUEBEC	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	23609	\$18,390.00	\$18,390.00	None
2 CATERPILLAR INC.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21572	\$3,990.61	\$3,990.61	None
3 CATERPILLAR INC. 401K	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21564	\$819.30	\$819.30	None
4 CATERPILLAR INC. VEBA	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21563	\$680.79	\$680.79	None
5 CHEVRON CORP INTERNATIONAL GROWTH	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21562	\$2,330.12	\$2,330.12	None
6 DALLAS POLICE & FIRE PENSION SYSTEM SELECT INTERNATIONAL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21538	\$2,342.75	\$2,342.75	None
7 FIDELITY ADVISOR DIVERSIFIED INTERNATIONAL FUND,	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21651	\$32,353.59	\$32,353.59	None
8 FIDELITY ADVISOR EQUITY GROWTH FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21641	\$3,533.97	\$3,533.97	None
9 FIDELITY ADVISOR NEW INSIGHTS FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21653	\$1,391.27	\$1,391.27	None
10 FIDELITY ADVISOR OVERSEAS FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21644	\$3,578.94	\$3,578.94	None
11 FIDELITY BLUE CHIP GROWTH FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21647	\$18,732.11	\$18,732.11	None

OMNIBUS OBJECTION #69: EXHIBIT 1 - NO LIABILITY

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	AMOUNTS NOT SUBJECT TO THIS OBJECTION
12 FIDELITY CONTRAFUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21640	\$12,301.87	\$12,301.87	None
13 FIDELITY EUROPE CAPITAL APPRECIATION FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21649	\$3,754.98	\$3,754.98	None
14 FIDELITY EUROPE FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21645	\$112,493.21	\$112,493.21	None
15 FIDELITY EUROPE FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	23607	\$50,830.00	\$50,830.00	None
16 FIDELITY FIFTY FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21650	\$3,123.01	\$3,123.01	None
17 FIDELITY GROWTH DISCOVERY FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21648	\$1,196.57	\$1,196.57	None
18 FIDELITY GROWTH STRATEGIES FUND, A SERIES OF FIDELITY MT. VERNON	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21616	\$999.84	\$999.84	None
19 FIDELITY INTERNATIONAL DISCOVERY FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21646	\$18,460.61	\$18,460.61	None
20 FIDELITY OVERSEAS FUND, A SERIES OF FIDELITY INVESTMENT TRUST	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21921	\$9,267.78	\$9,267.78	None
21 FIDELITY TREND FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21639	\$1,855.95	\$1,855.95	None
22 GROWTH PORTFOLIO,	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21642	\$3,638.26	\$3,638.26	None

OMNIBUS OBJECTION 469: EXHIBIT 1 - NO LIABILITY

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	AMOUNTS NOT SUBJECT TO THIS OBJECTION
23 IPYRAMIS INTERNATIONAL GROWTH FUND LLC	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21566	\$1,086.70	\$1,086.70	None
24 IPYRAMIS SELECT INTERNATIONAL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21565	\$467.29	\$467.29	None
25 IPYRAMIS SELECT INTERNATIONAL EQUITY FUND LLC	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21567	\$229.30	\$229.30	None
26 KENTUCKY RETIREMENT SYSTEMS INSURANCE FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21561	\$2,557.29	\$2,557.29	None
27 KENTUCKY RETIREMENT SYSTEMS PENSION FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21560	\$7,971.98	\$7,971.98	None
28 MID CAP PORTFOLIO	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21652	\$1,293.40	\$1,293.40	None
29 MINNESOTA STATE BOARD OF INVESTMENT	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21569	\$2,672.32	\$2,672.32	None
30 MINNESOTA STATE BOARD OF INVESTMENT	08-13555 (SCC)	Lehman Brothers Holdings Inc.	11/11/2009	65404	\$102,302.87	\$1,504.84	\$100,798.03
31 OHIO POLICE AND FIRE PENSION FUND	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21559	\$3,261.99	\$3,261.99	None
32 OREGON INVESTMENT COUNCIL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21543	\$13,196.71	\$10,851.64	\$2,345.07
33 OREGON INVESTMENT COUNCIL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21655	\$956.70	\$956.70	None

OMNIBUS OBJECTION 46: EXHIBIT 1 - NO LIABILITY

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	AMOUNTS NOT SUBJECT TO THIS OBJECTION
34 OVERSEAS PORTFOLIO	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21643	\$5,932.38	\$5,932.38	None
35 PENSION FUND SOCIETY OF THE BANK OF MONTREAL, THE	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	23608	\$1,601.00	\$1,601.00	None
36 PRIM SELECT INTERNATIONAL PORTFOLIO	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21533	\$5,500.43	\$5,500.43	None
37 PRINCIPAL FUNDS, INC. - INTERNATIONAL FUND I	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21537	\$18,863.22	\$18,863.22	None
38 PYRAMIS SELECT GLOBAL EQUITY COMMINGLED POOL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	11/11/2009	65411	\$21,780.91	\$230.62	\$21,550.29
39 SAN DIEGO COUNTY EMPLOYEES RETIREMENT ASSOCIATION	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21552	\$4,662.88	\$3,835.37	\$827.51
40 STANLIB WEALTH MANAGEMENT	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/21/2009	21570	\$18.47	\$18.47	None
TOTAL					\$500,421.37	\$374,900.47	\$125,520.90

EXHIBIT B

(Proposed Order – ECF No. 45446)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11 Case No.**
 :
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (SCC)**
 :
 :
Debtors. : **(Jointly Administered)**
-----X

**ORDER GRANTING THE FOUR HUNDRED SEVENTY-SEVENTH
OMNIBUS OBJECTION TO CLAIMS (NO LIABILITY CLAIMS)**

Upon the four hundred seventy-seventh omnibus objection to claims, dated July 30, 2014 (the “Four Hundred Seventy-Seventh Omnibus Objection to Claims”),¹ of Lehman Brothers Holdings Inc., as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors for certain entities in the above-referenced chapter 11 cases (collectively, the “Chapter 11 Estates”), pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [ECF No. 6664] (the “Procedures Order”), seeking disallowance and expungement of the No Liability Claims, all as more fully described in the Four Hundred Seventy-Seventh Omnibus Objection to Claims; and due and proper notice of the Four Hundred Seventy-Seventh Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Four Hundred Seventy-Seventh Omnibus Objection to Claims is in the best interests of the Chapter 11 Estates, their creditors, and all parties in interest and that the legal and factual bases set forth in the Four Hundred Seventy-Seventh Omnibus

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Four Hundred Seventy-Seventh Omnibus Objection to Claims.

Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Four Hundred Seventy-Seventh Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims or portions of claims listed on Exhibit 1 annexed hereto are disallowed and expunged with prejudice; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: _____, 2014
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

OMNIBUS OBJECTION 477: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
1 ALLIANCE INVESTMENT MANAGEMENT LTD	08-13555 (SCC)	Lehman Brothers Holdings Inc.	01/30/2009	2276	\$20,437.93	\$20,437.93	Claim number 2276 does not identify any transaction, document or basis that could give rise to liability of LBHI. Instead, claimant attaches what appear to be brokerage account statements and other records relating to Lehman Brothers Inc. Based upon the Plan Administrator's review of LBHI's books and records and the claim, the Plan Administrator does not believe that there is any liability owing to claimant from LBHI. Accordingly, the claim should be expunged.
2 BANQUE CANTONALE VAUDOISE	08-13555 (SCC)	Lehman Brothers Holdings Inc.	08/17/2009	8570	\$9,060.30	\$9,060.30	Claim number 8570 refers to a prepetition stipulation between claimant and Lehman Brothers Inc. The claim does not identify any basis that could give rise to liability of LBHI other than a vague reference to an "assignment notice for contract." No such assignment notice or other document has been provided to support the claim. In addition, based upon the Plan Administrator's review of LBHI's books and records and the claim, the Plan Administrator does not believe that there is any liability owing to claimant from LBHI. Accordingly, the claim should be expunged.

OMNIBUS OBJECTION 477: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
3 DARTMOUTH CAPITAL PARTNERS LLP	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/18/2009	16495	\$108,309.00 *	\$108,309.00*	Claim number 16495 is filed on behalf of LBHI's prepetition affiliate Dartmouth Capital Partners. The claim does not assert any liability against LBHI or identify any specific transactions or documents that could give rise to liability of LBHI. The proof of claim merely reserves the right to assert claims against LBHI in the event such claims are later identified and asserts an unsubstantiated intercompany balance of \$108,309. Based upon the Plan Administrator's review of LBHI's books and records and the claim, the Plan Administrator does not believe that there is any liability owing to claimant from LBHI, including on account of the unsubstantiated intercompany balance. Accordingly, the claim should be expunged.
4 LEHMAN BROTHERS GLOBAL FINANCE LTD	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/16/2009	14039	\$4.00 *	\$4.00*	Claim number 14039 is filed on behalf of LBHI's prepetition affiliate Lehman Brothers Global Finance Limited. The claim does not assert any liability against LBHI or identify any specific transaction or document that could give rise to liability of LBHI. The proof of claim merely reserves the right to assert claims against LBHI in the event such claims are later identified and asserts an unsubstantiated intercompany balance of \$4.00. Based upon the Plan Administrator's review of LBHI's books and records and the claim, the Plan Administrator does not believe that there is any liability owing to claimant from LBHI, including on account of the unsubstantiated intercompany balance. Accordingly, the claim should be expunged.

OMNIBUS OBJECTION 477: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
5 LIGHTPOINT CAPITAL MGT EUROPE LTD	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/16/2009	14013	Undetermined	Undetermined	Claim number 14013 is filed on behalf of LBHI's prepetition affiliate Lightpoint Capital Management Europe Ltd. The claim does not assert any liability against LBHI or identify any specific transaction or document that could give rise to liability of LBHI. The proof of claim merely reserves the right to assert claims against LBHI in the event such claims are later identified. Based upon the Plan Administrator's review of LBHI's books and records and the claim, the Plan Administrator does not believe that there is any liability owing to claimant from LBHI. Accordingly, the claim should be expunged.

OMNIBUS OBJECTION 477: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
6 U.S. BANK NATIONAL ASSOCIATION	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/22/2009	31023	\$23,271.48 *	\$23,271.48*	Claim number 31023 is a purported guarantee claim against LBHI that corresponds to a primary claim (claim number 30961) against Lehman Brothers Derivatives Products Inc. ("LBDP"), which primary claim is disputed by LBDP. The primary claim against LBDP is asserted in the same amount as the guarantee claim against LBHI and is being reserved in full in cash by LBDP. In accordance with the Plan provisions governing distributions and long-standing principles of suretyship law, recoveries on account of related primary and guarantee claims are limited to a single satisfaction. See Plan §§ 8.13(a)(ii) and (b)(ii); see also See Bankers' Trust Co. v. Irving Trust Co.(In re United Cigar Stores), 73 F.2d 296, 298 (2d Cir. 1934) ("In no case can the [holder of a guarantee claim] recover from all sources more than the full amount of its claim"); Ross v. Worth Elec. Supply Co., Inc., 420 N.Y.S.2d 441, 443 (N.Y. Civ. Ct. 1979) ("It is fundamental in suretyship that with the payment of the principal obligation the obligations of both principal and surety are discharged."). In addition, because catch-up distributions to disputed claims that become allowed only occur on a scheduled semi-annual distribution date under the Plan, even if the primary claim against LBDP and the guarantee claim against LBHI were allowed simultaneously, LBHI would not make a distribution on the guarantee claim prior to distributions by LBDP on the primary claim. See Plan §§ 8.3 and 8.4. As a result, no distributions will ever be made by LBHI on account of claim number 29599, and, therefore, the claim should be expunged.
TOTAL					\$161,082.71	\$161,082.71	

EXHIBIT C

(Proposed Order – ECF No. 45447)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11 Case No.**
: **LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (SCC)**
: **Debtors.** : **(Jointly Administered)**
-----X

**ORDER GRANTING FOUR HUNDRED SEVENTY-EIGHTH
OMNIBUS OBJECTION TO CLAIMS (NO LIABILITY CLAIMS)**

Upon the four hundred seventy-eighth omnibus objection to claims, dated July 30, 2014 (the “Four Hundred Seventy-Eighth Omnibus Objection to Claims”),¹ of Lehman Brothers Holdings Inc., as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors, seeking to disallow and expunge the No Liability Claims pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [ECF No. 6664], all as more fully described in the Four Hundred Seventy-Eighth Omnibus Objection to Claims; and due and proper notice of the Four Hundred Seventy-Eighth Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Four Hundred Seventy-Eighth Omnibus Objection to Claims is in the best interests of the Chapter 11 Estates, their creditors, and all parties in interest, and that the legal and factual bases set forth in the Four Hundred Seventy-Eighth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Four Hundred Seventy-Eighth Omnibus Objection to Claims.

ORDERED that the relief requested in the Four Hundred Seventy-Eighth Omnibus Objection to Claims is granted; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the No Liability Claims listed on Exhibit 1 annexed hereto are disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that, this Order shall govern the disallowance of solely those claims listed on Exhibit 1. Nothing herein shall prejudice the rights of any party with respect to any claims asserted in these Chapter 11 Cases that are not specifically referenced on Exhibit 1 to this Order.

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: _____, 2014
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

OMNIBUS OBJECTION 478: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
1 ABAXBANK S.P.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/18/2009	16061	\$100,052.00	\$100,052.00	No Liability
2 BANK LEUMI LE-ISRAEL B.M.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/22/2009	28331	\$145,053.00 *	\$145,053.00*	No Liability
3 CAIXA PENEDES PENSIONS, E.G.F.P, S.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/22/2009	29599	\$37,704.00	\$37,704.00	No Liability
4 GOODRIDGE, JOHN A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	08/26/2009	9459	\$5,338,260.83	\$50,000.00	No Liability
5 JOHN, TAN LYE THIAM	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/24/2009	34794	\$25,535.00 *	\$25,535.00*	No Liability
6 NTGI-QM COLLECTIVE DAILY ALL COUNTRY WORLD	08-13555 (SCC)	Lehman Brothers Holdings Inc.	09/22/2009	31909	\$22,614.94 *	\$22,614.94*	No Liability
TOTAL					\$5,669,219.77	\$380,958.94	

EXHIBIT D

(Proposed Order – ECF No. 45481)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LEHMAN BROTHERS HOLDINGS INC., et al.,

Debtors.

Chapter 11 Case No.

08-13555 (SCC)

(Jointly Administered)

**ORDER GRANTING FOUR HUNDRED EIGHTIETH
OMNIBUS OBJECTION TO CLAIMS (NO LIABILITY CLAIMS)**

Upon the four hundred eightieth omnibus objection to claims, dated June 2, 2014 (the “Four Hundred Eightieth Omnibus Objection to Claims”),¹ of Lehman Brothers Holdings Inc., as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors, seeking to disallow and expunge the Claims pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim [ECF No. 6664], all as more fully described in the Four Hundred Eightieth Omnibus Objection to Claims; and due and proper notice of the Four Hundred Eightieth Omnibus Objection to Claims having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Four Hundred Eightieth Omnibus Objection to Claims is in the best interests of the Chapter 11 Estates, their creditors, and all parties in interest, and that the legal and factual bases set forth in the Four Hundred Eightieth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Four Hundred Eightieth Omnibus Objection to Claims.

ORDERED that the relief requested in the Four Hundred Eightieth Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the No Liability Claims listed on Exhibit 1 annexed hereto are disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: _____, 2014
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

OMNIBUS OBJECTION 480: EXHIBIT 1 - NO LIABILITY CLAIMS

NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	ASSERTED TOTAL CLAIM DOLLARS	AMOUNTS TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
1 BANCO FINANTIA S.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	11/02/2009	63518	\$28,494.00 *	\$2,541.17*	No Liability
2 BANK HAPOALIM (SWITZERLAND), LTD.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/29/2009	55855	\$63,705,494.00 *	\$103,520.75*	No Liability
3 BANK JULIUS BAER & CO. LTD.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/28/2009	51761	\$100,000.00 *	\$31,975.52*	No Liability
4 CASSA DI RISPARMIO IN BOLOGNA S.P.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/27/2009	49719	\$594,325.35	\$7,369.40	No Liability
5 DOTSON INVESTMENTS, LTD	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/26/2009	47171	\$653,141.31	\$57,684.62	No Liability
6 INTESA SANPAOLO PRIVATE BANKING S.P.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/27/2009	49719	\$625,500.71	\$25,411.73	No Liability
7 INTESA SANPAOLO S.P.A.	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/27/2009	49719	\$7,690,203.18	\$67,341.08	No Liability
8 KHALIFA, SHAIKHA H. H. HALA AL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/30/2009	58236	\$568,815.30 *	\$75,941.87*	No Liability
9 MERRILL LYNCH INTERNATIONAL	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/30/2009	59489	\$21,980,580.00 *	\$2,935,752.66*	No Liability

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10 VOIGT, ERROL JOHN	08-13555 (SCC)	Lehman Brothers Holdings Inc.	10/30/2009	59110	\$144,447.72	\$19,385.16	No Liability
TOTAL					\$96,091,001.57	\$3,326,923.96	